Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

Implementation of the Local Competition Provisions of the Telecommunications Act of 1996	)	CC Docket No. 96-98
Interconnection Between Local Exchange Carriers and Commercial Mobile Radio Service Providers	)	CC Docket No. 95-185
Area Code Relief Plan for Dallas and Houston, Ordered by the Public Utility Commission of Texas	)	NSD File No. 96-8
Administration of the North American Numbering Plan	)	CC Docket No. 92-237
Proposed 708 Relief Plan and 630 Numbering Plan Area Code by Ameritech-Illinois	)	IAD File No. 94-102

PETITION FOR RECONSIDERATION AND/OR CLARIFICATION

NYNEX Telephone Companies

William J. Balcerski
Campbell L. Ayling

1111 Westchester Avenue
White Plains, NY 10604
(914) 644-6207

Their Attorneys

Dated: October 7, 1996

TABLE OF CONTENTS

SUMMARY

In this Petition for Reconsideration and/or Clarification, NYNEX seeks prompt resolution of a number of issues raised by the Commission's Second Report and Order in this proceeding.

The Commission should reconsider its mechanism for recovering the costs of numbering administration. The Commission should require that numbering administration costs be recovered through an explicit, uniform surcharge on retail revenues. Other cost recovery mechanisms are not competitively neutral.

The Commission should reconsider its decision that LECs may not automatically default to themselves new customers who do not select an intraLATA toll provider. The Commission should leave this issue to the States to decide.

The Commission should clarify that its rules do not require LECs to provide its competitors with access to the customer guides and information pages that appear in their printed telephone directories. Requiring LECs to provide such access is not required by the Act.

The Commission should require all carriers to provide public notice of network changes, not just incumbent LECs. The Commission's network disclosure requirements are also overly broad. Network disclosure should be made in accordance with existing industry guidelines and procedures. The Commission should also eliminate or modify the tolling requirement for public notice of technical changes while proprietary information agreements are negotiated.

The Commission should reconsider its requirement that overlay plans provide at least one NXX code from the existing area code to every carrier 90 days before introduction of the overlay. Similarly, the Commission should not mandate that overlay plans include mandatory 10-digit dialing within and between NPAs. At the very least, the Commission should clarify that

mandatory 10-digit local dialing does not apply to the previously implemented 917 area code overlay in New York City. Finally, the Commission should clarify its operator branding requirements.

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matters of	)	
	)	
Implementation of the Local Competition Provisions of the Telecommunications Act of 1996	)	CC Docket No. 96-98
Interconnection Between Local Exchange Carriers and Commercial Mobile Radio Service Providers	)	CC Docket No. 95-185
Area Code Relief Plan for Dallas and Houston, Ordered by the Public Utility Commission of Texas	)	NSD File No. 96-8
Administration of the North American Numbering Plan	)	CC Docket No. 92-237
Proposed 708 Relief Plan and 630 Numbering Plan Area Code by Ameritech-Illinois	)	IAD File No. 94-102

PETITION FOR RECONSIDERATION AND/OR CLARIFICATION

The NYNEX Telephone Companies ("NYNEX")[1] hereby petition the Commission to reconsider and/or clarify certain aspects of its Second Report and Order[2] in the above-captioned matter.

---

1 The NYNEX Telephone Companies are New York Telephone Company and New England Telephone and Telegraph Company.

2 FCC No. 96-333 (August 8, 1996).

I. INTRODUCTION

The Commission's Second Report and Order (the "Order") contains detailed rules that govern the LECs' obligations to provide their competitors with dialing parity and nondiscriminatory access to certain services and functionalities; network information disclosures; and numbering administration. For the reasons discussed herein, certain aspects of the Commission's Order should be reconsidered. Other aspects need to be clarified. Prompt resolution of the issues raised in this Petition is critical if the sweeping transformation of the telecommunications industry mandated by the Telecommunications Act of 1996 is to be quickly and fairly accomplished.

II. THE COMMISSION SHOULD RECONSIDER ITS MECHANISM FOR RECOVERING THE COSTS OF NUMBERING ADMINISTRATION

Section 251(e)(2) of the Act requires that the costs of numbering administration, like the costs of number portability, be borne by all telecommunications carriers on a competitively neutral basis. The Order requires that "telecommunications carriers," as defined in Section 3(44) of the Act, contribute to the costs of establishing numbering administration and that such contributions shall be based on each contributor's gross revenues from its provision of telecommunications services less expenditures for telecommunications services and facilities that have been paid to other telecommunications carriers.[3]

The Commission should reconsider its decision on this issue. The proposed cost recovery mechanism is not competitively neutral. It places an unequal burden on retail customers of

---

[3] Order, ¶¶ 342-343.

different companies. The Commission should require that numbering administration costs be recovered through a uniform surcharge on retail revenues.

The following example illustrates how the Commission's proposal could place a disproportionate burden on certain types of carriers and not be competitively neutral. Assume that two carriers (Carrier A and Carrier B) each have $2 billion in total telecommunications retail revenues. Assume also that Carrier A receives $1 billion in revenues from Carrier B. Such payments could be made by Carrier B to Carrier A for Carrier A's provision of access services, unbundled elements or wholesale services. Thus, Carrier A has gross revenues of $3 billion and Carrier B has gross revenues of $2 billion. Now assume that the costs of numbering administration is $50 million. If total retail revenues are used as the basis for allocating the $50 million in numbering administration costs, Carrier A and Carrier B would each pay $25 million since their retail revenues are the same (i.e., $2 billion). If these costs are recovered through an explicit surcharge on retail customers, the surcharge rate would be 1.25% ($25 million divided by $2 billion). Such a methodology for cost recovery is both explicit and competitively neutral and should be adopted by the Commission.

A second approach -- using gross revenues as the basis for allocating numbering costs -- would not be competitively neutral. In the above example, Carrier A would have gross revenues of $3 billion and would pay $30 million. Carrier B would have gross revenues of $2 billion and would pay $20 million. If both carriers were to apply a surcharge to end users, Carrier A's surcharge would be 1.5% ($30 million divided by $2 billion) and Carrier B's surcharge would be 1.0% ($20 million divided by $2 billion). On the other hand, if Carrier A were to surcharge all revenues (including revenues for services provided by Carrier A to Carrier B), its surcharge rate

would be 1.0% and Carrier B would now pay an extra $10 million to Carrier A.[4] Carrier B would thus have to increase its surcharge rate to 1.5% since it would now have to recover from end users an additional $10 million to recover the extra surcharge costs that it would now pay to Carrier A for the services that it purchases from Carrier A.

A third approach -- using gross revenues less carrier payments as the basis for allocating numbering costs -- is also problematic. In the above example, Carrier A would pay $37.5 million[5] and its end user surcharge rate would be 1.875%.[6] Carrier B would only pay $12.5 million and its surcharge rate would only be .625%.[7] If Carrier A were to apply the surcharge to all revenues, including revenues from Carrier B, its surcharge rate would be 1.25% and Carrier B would now pay an extra $12.5 million to carrier A.[8] Carrier B would now have to increase its surcharge rate from .625% to 1.25% since it would have to recover from end users an additional $12.5 million. Although this appears on its face to be competitively neutral, Carrier A is not allowed under the Commission's First Report and Order to include numbering costs in calculating its prices for network elements, resale services or access services.[9] Thus, this cost recovery mechanism also fails to meet the Act's requirement of competitive neutrality.

NYNEX thus recommends the Commission provide for the use of total

---

4 1.0% x $1 billion = $10 million.

5 Carrier A's revenues would still be $3 billion but Carrier B's would only be $1 billion ($2 billion retail revenues less $1 billion paid to Carrier A). Thus, Carrier A would bear 75% or $37.5 million of the $50 million numbering administration costs and Carrier B would bear 25% or $12.5 million.

6 $37.5 million divided by $2 billion = 1.875%.

7 $12.5 million divided by $2 billion = .625%.

8 1.25% x $1 billion = $12.5 million.

9 See First Report and Order, ¶¶ 5, 713, 730.

telecommunications service retail revenues (both intrastate and interstate)[10] to allocate numbering administration costs, and that these costs be recovered through an explicit uniform surcharge on retail rates. This approach is explicit, competitively neutral, reflects the fact that numbering administration primarily benefits users of retail services, and satisfies the Commission's desire to avoid a double-count of revenues in the allocator. Indeed, the use of total retail revenues as a competitively neutral allocator received significant support from parties such as AT&T and GTE, as well as NYNEX, in their Comments to the Federal-State Joint Board in the Universal Service proceeding, because of this allocator's fairness, simplicity and efficiency.[11] For the foregoing reasons, the Commission should reconsider its decision on this issue.[12]

III. THE COMMISSION SHOULD RECONSIDER ITS REQUIREMENTS FOR INTRALATA PRESUBSCRIPTION FOR NEW CUSTOMERS

The Order requires LECs to offer intraLATA presubscription to its customers, and requires LECs to submit their plans to State regulatory commissions for approval.[13] The States may then adopt consumer education and carrier selection procedures that will enable consumers to select alternative carriers for their local and intraLATA toll services.[14] If an existing customer does not select a carrier after notification pursuant to a State-approved plan, the Order allows the

---

[10] It is appropriate to use both intrastate and interstate retail revenues since numbering administration benefits both the State and federal jurisdictions.

[11] See AT&T Comments 8-9 and GTE Comments 16-18, both filed on April 12, 1996 in CC Docket No. 96-45.

[12] For similar reasons, the Commission should reconsider its decision (¶ 95) to allocate the costs of dialing parity amongst carriers on the basis of gross telecommunications revenues.

[13] Order, ¶¶ 37-38.

[14] Order, ¶ 80.

LEC to default the customer to itself if the plan approved by the State regulatory commission so provides.

The Order, however, further states that LECs may not automatically default to themselves new customers who do not affirmatively choose a toll provider. Instead, the Order requires that such non-selecting customers dial a carrier 10XXX access code to route their intraLATA toll calls until such time as they make a permanent, affirmative selection, the same process that exists today for new customers selecting an interLATA carrier. According to the Commission, this would eliminate the possibility that a LEC could designate itself automatically as the new customer's intraLATA carrier without notifying the customer of the existence of alternative carrier choices.[15]

The Commission should reconsider its decision on this issue. The Commission should allow State commissions to decide whether a LEC may default new customers to itself after customers have been notified of the existence of alternative carrier choices.

As the Commission recognized, the States are in the best position to determine the notification, education and carrier selection procedures that a LEC should follow.[16] There is no reason why States should be precluded from allowing LECs to default new customers to themselves. Indeed, default is viewed by NYNEX's competitors as being preferable to balloting

---

[15] Order, ¶ 81.

[16] The Commission should be aware that in some rural areas that have not deployed 911, calls to emergency services may be treated as toll calls for routing purposes. Having to dial a carrier access code, particularly by a customer who has become flustered due to an emergency, could delay access to such services. States would be familiar with such circumstances and would be able to evaluate the potential impact that various notification, education, and carrier selection procedures could have throughout their state.

and allocation, at least with respect to existing customers,[17] and requiring the customer to dial an access code for intraLATA toll calling is only likely to confuse and anger customers. The Commission's stated objective of eliminating the possibility that a LEC could designate itself automatically as a new customer's intraLATA toll carrier without notifying the customer of the existence of alternative carriers can be easily met by State-approved notification and education requirements for such customers. The Commission should therefore reconsider its decision that LECs may not default new customers to themselves. Such default should be allowed if approved by State commissions.[18]

IV. THE COMMISSION SHOULD CLARIFY ITS DIRECTORY ASSISTANCE RULES

The Order is unclear as to whether LECs must provide its competitors with access to the customer guides and information pages that appear in their printed telephone directories.[19] The Order states that there is "no need" for the Commission to rule that the term "directory assistance

---

[17] As the Commission notes in its Order, Sprint agreed that "existing customers who are currently obtaining intraLATA dial toll service from the dial tone provider, and do not indicate a desire to change carriers, should remain with that intraLATA toll provider." Sprint Reply Comments, p. 5 n. 8 (June 3, 1996).

[18] In New York, NYNEX has already implemented intraLATA presubscription and default of both existing and new customers was permitted by the New York PSC. The New Hampshire Commission also allowed NYNEX to default both existing and new customers after notification. NYNEX subsequently advised the New Hampshire Commission that it would not default new customers as a result of this Commission's Order. Implementation is scheduled to take place in second quarter 1997. It should also be noted that in August 1995, the Connecticut Department of Public Utility Control decided that Southern New England Telephone (SNET) could default non-selecting customers to itself. Consistent with this decision, NYNEX recently filed a tariff with the Connecticut DPUC that provides for default of non-selecting existing and new customers to itself. NYNEX now plans to revise its tariffs to eliminate the default for new customers.

[19] Order, ¶ 137.

and directory listings" includes customer guides and informational pages because, "as a minimum standard," the term "directory listing" is synonymous with the term "subscriber list information" as defined in Section 222(f)(3).

The definition of "subscriber list information" does not include customer guides and information pages. However, because the Order states that this is the "minimum standard," it is unclear what additional information the Commission intended the LECs to put into its directories beyond that contained in the definition of "subscriber list information." The Act is clear that incumbent LECs are only required to provide non-discriminatory access to its White Pages listings.[20] The Commission should therefore clarify that incumbent LECs are not required to provide competitors with access to customer guide and informational pages.[21]

V. PUBLIC NOTICE SHOULD BE REQUIRED OF ALL CARRIERS

The Order concludes that under Section 251(c)(5), incumbent LECs must provide public notice of network changes if they affect competing service providers' performance or ability to provide service. The Order further concludes this public notice requirement should only be imposed upon incumbent LECs.

NYNEX agrees that the literal language of Section 251(c)(5) only applies to incumbent LECs. However, the Commission has ample authority under Section 251(a) to require other telecommunications carriers to provide public notice of network changes. Indeed, the Commission has long had in effect a "All Carrier Rule" which "requires all carriers to disclose, reasonably in advance of implementation information regarding any new service or change in the

---

[20] See Section 271(c)(2)(B)(viii).

[21] Allowing competitors to put such information into the directories could also lead to disputes regarding incumbent LECs' right to exercise editorial control over such information.

network."[22] These network disclosure requirements have applied to all telecommunications carriers, not just to the BOCs.

It is important that incumbent LECs receive notification of changes in their competitors' networks since such changes could impact the incumbent LEC's service to its customers. NYNEX's network is just as susceptible to disruption by changes a competing carrier makes in its network, such as changes to routing, transmission, signaling protocol and network configuration, as that carrier is to changes NYNEX makes. NYNEX needs the same notification from other carriers that those carriers need from NYNEX before a change is implemented in the network that might affect the exchange of telephone calls and call control signals. When a customer's service is disrupted, the customer rarely cares whose fault it is. The Commission must look beyond the parochial concerns of carriers interconnected with the incumbent LEC and toward the concern of maintaining a seamless public switched telephone network operated by many carriers. Moreover, notification of network changes by all carriers will further Congress's objectives under Section 256 of the Act to promote nondiscriminatory accessibility by the broadest number of users and vendors of communications products and services to public telecommunications networks.

VI. THE COMMISSION'S PUBLIC NOTICE REQUIREMENTS ARE OVERLY BROAD

The Order requires incumbent LECs to provide competing service providers with public notice of network design, technical standards, changes to Operations Support Systems and planned changes to the network, including changes that could affect future interconnection, that

---

[22] Competition in the Interstate Interexchange Marketplace, 6 FCC Rcd 5880 n. 270 (1991). See also 47 CFR § 68.110(b); Second Computer Inquiry, 84 FCC 2d 50, 82-83 (1980).

could potentially affect an interconnector's ability to provide service.[23] These requirements are so broad that virtually anything that an incumbent LEC does in its network could potentially be subject to network disclosure. There are many day-to-day activities that NYNEX performs in the operation of its network. Suspending these activities to perform public notice could jeopardize network reliability and bring service provisioning to its knees.

For example, NYNEX technicians routinely perform an activity known as a cable throw which involves transferring customers from one cable to another to free up capacity. Such cable throws are often planned and executed in a matter of weeks, sometimes days, and is the type of day-to-day work that cannot be accommodated under the proposed public notice requirements. The additional delay caused by public notice would prevent NYNEX from providing customers with service on a timely basis and would place NYNEX at a competitive disadvantage.

Industry guidelines and procedures that address notification and publication of technical and operational standards already exist. These have been developed by industry forums. The Commission should clarify that the incumbent LECs' disclosure requirements under Section 251(c)(5) are to be made in accordance with these established industry standards.

VII. THE COMMISSION SHOULD ELIMINATE OR MODIFY THE TOLLING REQUIREMENT FOR THE PUBLIC NOTICE OF TECHNICAL CHANGES

The Order requires an incumbent LEC to give public notice of network changes a minimum of either six or twelve months in advance of implementation. However, the Order further provides that upon receipt by the incumbent LEC of a competing service provider's request for disclosure of confidential or proprietary information, the applicable public notice

---

[23] It is simply impossible for NYNEX to determine what changes could "potentially" affect services provided by interconnectors.

period will be tolled to allow the interested parties to agree on suitable terms for a nondisclosure agreement.[24] This does not protect a LEC from a competitor who unnecessarily prolongs negotiations of the nondisclosure agreement to delay the LEC's implementation of a service. The Commission should therefore limit the tolling period to no more than thirty days. This will provide adequate time to reach closure on an agreement and incent the parties to act expeditiously.[25]

VIII. THE COMMISSION SHOULD RECONSIDER ITS REQUIREMENT THAT OVERLAY PLANS PROVIDE AT LEAST ONE NXX CODE FROM THE EXISTING AREA CODE TO EVERY CARRIER 90 DAYS BEFORE INTRODUCTION OF THE OVERLAY

The Commission has concluded that it will permit overlay plans only when they include availability to every existing telecommunications carrier, including CMRS providers, authorized to provide telephone exchange service, exchange access, or paging service in the affected area code 90 days before the introduction of a new overlay area code, of at least one NXX in the existing area code, to be assigned during the 90-day period preceding the introduction of the overlay.[26] On reconsideration, the Commission should delete this requirement.[27]

Such a one-code-per-carrier in advance requirement will work against code conservation, and will prevent timely NPA relief or necessitate earlier NPA relief. At the time of advance planning of NPA relief measures to address anticipated code shortage and exhaust, it will not be

---

[24] Order, ¶ 258.

[25] Order, ¶¶ 75, 286.

[26] Order, ¶ 286.

[27] NYNEX notes that since the requirement applies to the 90-day period preceding introduction of an overlay, that requirement by its terms does not apply to overlay plans (such as 917 in New York City) that have previously been introduced.

known how many carriers will be eligible for NXXs from the existing area code during the 90 days preceding introduction of the overlay. To be safe, code relief planners will likely have to set aside a significant number of codes for this purpose, but such codes will then not be available for other assignments to meet customers' needs and prolong the life of the existing area code.

Furthermore, if all remaining NXXs get assigned during the 90-day period with some eligible carriers not receiving any such codes, then disallowance of an overlay could result in no timely code relief, in which case customer requests for new services and numbers could not be fulfilled. This is because at that time it will likely be too late to develop and implement an area code split.

To avoid these problems, the Commission should instead defer to existing industry processes for NXX assignments. Currently, NXX codes are assigned pursuant to guidelines developed by industry consensus under the aegis of the FCC.[28] Under these guidelines, code administrators are required to provide assistance in the code relief planning process, and develop plans for NPA relief and initiate implementation efforts, in normal and jeopardy situations. Consistent with the guidelines and with code relief planning, code administrators can and should strive to meet all carriers' requests for NXX codes from the existing NPA. Any carrier perceiving itself as aggrieved can avail itself of the appeals process in the guidelines, including resort to regulatory commissions (typically State commissions). Thus, this area can be adequately handled by existing industry and State regulatory processes, without the need for the FCC to impose a rigid one-code-per-carrier in advance rule.

---

[28] See Industry Carriers Compatibility Forum (ICCF), Central Office Code (NXX) Assignment Guidelines.

IX. THE COMMISSION SHOULD NOT REQUIRE UNIFORM 10-DIGIT DIALING WITHIN AND BETWEEN NPAs

The Order allows LECs to implement numbering overlay plans only when they include mandatory 10-digit local dialing by all customers between and within area codes in the areas covered by the new code.[29] The Commission should reconsider this decision.

The Commission should only require 10-digit dialing on calls between NPAs, not on calls within NPAs. The LECs should be allowed to complete such intra NPA calls on a 7-digit basis if they so choose. Such a dialing plan provides dialing parity since all customers, regardless of which carrier they are served by, would dial 7-digits on intra NPA calls and 10-digits on inter NPA calls. Furthermore, 7-digit local dialing would be easier and less confusing for customers and less disruptive of existing dialing patterns. The Commission's concern that such a plan would harm competition is speculative at best and not based on any substantial evidence in the record. The Commission should defer to State commissions which are very familiar with this area and can weigh important local factors or consumer convenience in dialing less digits against any competitive impacts.

It should also be noted that CLECs and other carriers providing service today already have a significant number of NNX codes assigned to them in existing area codes for providing service to their customers. All carriers can continue to request current area code numbers today under the existing NNX assignment process. Existing area code NNXs will continue to be assigned until the supply runs out. At that time, all carriers, including NYNEX will be assigned NNXs from the new overlay area code. As more of the overlay code is assigned to all carriers,

---

[29] Order, ¶ 286.

the number of other telephone numbers that can be dialed using 7-digits from any particular telephone will tend to equalize.

At the very least, the Commission should clarify that its 10-digit dialing requirement does not apply to the 917 area code overlay in New York City. NYNEX implemented the 917 area code overlay in New York City in 1992. That overlay plan had been negotiated and agreed upon by industry participants in 1990 (i.e., about six years ago) and then approved by the New York Public Service Commission in 1991.[30] Under that plan, there is 7-digit dialing within the same NPA in New York City, and 10-digit dialing between NPAs.[31]

There would be no basis for the Commission to disturb the 917 overlay plan. As noted, it was approved by the NY PSC, properly exercising its intrastate regulatory jurisdiction,[32] and the Commission should clarify that it does not seek to retroactively preempt the NY PSC. The alleged anti-competitive effects of overlays that the Commission seeks to resolve with its 10-digit dialing rule are not a concern here because NXX codes are still available in the 212 and 718 NPAs. Moreover, since the 917 area code has been in use since 1992, customers and carriers have become familiar with that code and with the established local dialing patterns. To impose

---

[30] See NY PSC Case 90-C-0347, Proceeding On Motion Of The Commission Pursuant To Section 97(2) Of The Public Service Law Concerning The Supply Of Telephone Numbers Available To New York Telephone Company In New York City, Stipulation Of Compromise And Settlement (November 15, 1990), NY PSC Order Approving Stipulation (January 7, 1991), NY PSC Order Adopting Task Force Recommendations (July 1, 1991).

[31] 1 is dialed before the 10 digits. The New York City NPAs are 212, 718 and 917.

[32] The Telecommunications Act of 1996, enacted five years after the NY PSC's action, has conferred upon the FCC exclusive jurisdiction over those portions of the North American Numbering Plan (NANP) that pertain to the United States. See Section 251(e)(1) of the Communications Act; Order, ¶ 261. The FCC has, however, authorized the States to continue the task of overseeing the introduction of new area codes subject to the FCC's numbering administration guidelines. Order, ¶ 281.

uniform 10-digit dialing at this time would seriously confuse customers, and subject carriers and the public to substantial inconvenience and expense.

X. THE COMMISSION SHOULD CLARIFY ITS OPERATOR BRANDING REQUIREMENTS

The Order concludes that a providing LEC's failure to comply with the reasonable, technically feasible request of a competing provider for rebranded operator services, or to remove the providing LEC's brand name, creates a presumption that the providing LEC is unlawfully restricting access to these services by competing providers.[33]

The Commission should clarify its order in two respects. First, it should clarify that such rebranding or unbranding of operator services need only be provided upon request by a carrier seeking interconnection and that the timing of such rebranding or unbranding is to be left to negotiation and/or state arbitration process.

The Commission should also clarify that a LEC is not required to unbrand its own operator services merely because it is not technically feasible to rebrand operator services for another carrier. Such a requirement could put an incumbent LEC that provides interstate operator services in violation of TOCSIA, and would require the LEC to seek a waiver of the Commission's rules.[34] In addition, there appears to be no public benefit in requiring a LEC to unbrand its operator services for its customers while it attempts to work out a technical solution to provide rebranding for other carriers.

---

[33] Order, ¶ 128.

[34] NYNEX provides interstate operator services in parts of its region.

XI. CONCLUSION

The Commission should reconsider and/or clarify its Second Report and Order in this proceeding as set forth herein.

Respectfully submitted,

NYNEX Telephone Companies

By:/s/William J. Balcerski
William J. Balcerski
Campbell L. Ayling

1111 Westchester Avenue
White Plains, NY 10604
(914) 644-6207

Their Attorneys

Dated: October 7, 1996

balcers96-98ph2.doc